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May 9, 2000

Magalie Roman Salas  
Secretary  
Federal Communications Commission  
445 Twelfth St., S.W.  
Washington, D.C. 20554

RECEIVED

MAY 09 2000

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Re: **Merger of Qwest Communications International, Inc. and  
U S WEST, Inc., CC Docket No. 99-272**

Dear Ms. Salas:

I am writing on behalf of Qwest Communications International Inc. ("Qwest") to notify you of an *ex parte* presentation in the proceeding referred to above that representatives of Qwest, U S WEST, Inc., and Touch America, Inc. made yesterday afternoon to staff of the Common Carrier Bureau, Office of General Counsel, Office of Engineering and Technology, and Office of Plans and Policy. The presentation addressed the parties' positions on matters related to the Global Service Provider model that Qwest and Touch America intend to use to provide Internet-related services. These positions are already fully summarized in materials previously filed in this docket.

The following Commission staff members attended the meeting:  
(1) from the **Common Carrier Bureau**: Donald Stockdale, Associate Chief; Michelle Carey, Chief, Policy & Program Planning Division ("PPPD"); Margaret Egler, Associate Chief, PPPD; Henry Thaggert and Audrey Wright of PPPD; and Bob Bentley of the Audits Branch, Accounting Safeguards Division; (2) from the **Office of General Counsel**: Jim Bird; (3) from the **Office of Engineering and Technology**: Douglas Sicker, Shanti Gupta, and Jerome Stanshine; and (4) from the **Office of Plans and Policy**: Michael Kende.

The following representatives of the parties attended the meeting:  
(1) representing Qwest: Steven Davis, Senior Vice President, Government Affairs; and Peter Rohrbach, Linda Oliver, and the undersigned of Hogan & Hartson,

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L.L.P.; (2) representing U S WEST, Inc., Dan Poole, Associate General Counsel; and Melissa Newman, Vice President Regulatory Affairs; and (3) representing Touch America, Inc., Ken Williams of The Montana Power Company and Chuck Helein of The Helein Law Group.

I am also attaching, in response to a request from Commission staff, a letter dated April 6, 2000 from Marcus Brown, Premerger Notification Office, Bureau of Competition, Federal Trade Commission, to David J. Saylor and Lynda K. Marshall, counsel for Qwest, notifying them of the early termination of the waiting period under the Hart-Scott-Rodino Act.

Please call me if you have any questions.

Respectfully submitted,

A handwritten signature in black ink, reading "David Sieradzki". The signature is written in a cursive, flowing style.

David L. Sieradzki  
Counsel for Qwest Communications  
International Inc.

Enclosures

cc: FCC personnel named above  
Attached Service List



Bureau of Competition  
Premerger Notification Office

UNITED STATES OF AMERICA  
**FEDERAL TRADE COMMISSION**  
Washington, D.C. 20580

April 06, 2000

David J Saylor, Esq.  
Lynda K. Marshall, Esq.  
Hogan & Hartson LLP  
555 Thirteenth Street, N.W.  
Washington, DC 20004

Re: EARLY TERMINATION GRANTED  
Transaction Identification Number 20002481  
Montana Power Company / Qwest Communications International Inc.

Dear Mr. Saylor :

The request for early termination of the waiting period is granted effective April 6, 2000 09:15 AM with respect to the proposed acquisition by Montana Power Company of certain voting securities of TeleDistance Holdings, Inc. from Qwest Communications International Inc. Early termination of the waiting period is provided by Section 7A(b)(2) of the Clayton Act and Sections 803.10(b) and 803.11(c) of the Premerger Notification Rules.

Notice of this termination will be published in the Federal Register in accordance with Section 7a(b)(2) of the Clayton Act and Section 803.11(c) of the Premerger Notification Rules and on the Federal Trade Commission's internet site [<http://www.ftc.gov/bc/earlyterm/index.html>].

If you have any questions concerning this matter, please contact me at (202) 326-3617.

Sincerely,

A handwritten signature in black ink that reads "Marcus Brown".

Marcus Brown  
Contact Representative  
Premerger Notification Office  
Bureau of Competition

## CERTIFICATE OF SERVICE

I, Cecelia Burnett, hereby certify that on this 9th day of May, 2000, copies of the foregoing "Ex Parte Notice" were served by hand delivery (where indicated) or by first class mail to the following:

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(Attorneys for McLeod USA  
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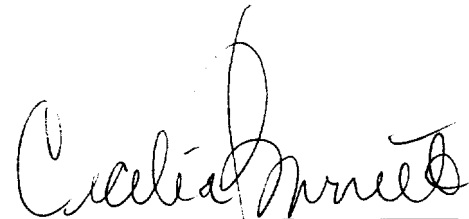
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Cecelia M. Burnett